

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

VANTAGE DEEPWATER COMPANY
and VANTAGE DEEPWATER
DRILLING, INC.,

Petitioners,

v.

PETROBRAS AMERICA, INC.,
PETROBRAS VENEZUELA
INVESTMENTS & SERVICES, BV,
and PETROLEO BRASILEIRO S.A. –
PETROBRAS,

Respondents.

CIVIL ACTION NO. 18-cv-2246

**DECLARATION OF KARL S. STERN
IN SUPPORT OF PETITION TO
CONFIRM ARBITRATION AWARD**

I, Karl S. Stern, declare as follows:

1. I am a Partner at the law firm Quinn Emanuel Urquhart & Sullivan, LLP, counsel for Petitioners Vantage Deepwater Company and Vantage Deepwater Drilling, Inc. (together, “Vantage”) in this action. I am a member of the Bar of the State of Texas and am admitted to practice before this Court. I respectfully submit this declaration in support of Vantage’s Petition to Confirm the Final Award issued on June 29, 2018 in an arbitration between Vantage and Respondents Petrobras America Inc., Petrobras Venezuela Investments & Services, BV, and Petróleo Brasileiro S.A. – Petrobras (together, “Petrobras”), conducted under the auspices of the International Centre for Dispute Resolution of the American Arbitration Association (“ICDR”) and captioned *Vantage Deepwater Co. et al. v. Petrobras America Inc., et al.*, No. 01-15-0004-8503 (the “Arbitration”).

2. Attached hereto as **Exhibit A** is a true and correct copy of the Final Award of the Arbitral Tribunal issued in the Arbitration by the ICDR on June 29, 2018.

3. Attached hereto as **Exhibit B** is a true and correct copy of the parties' Agreement for the Provision of Drilling Services ("DSA"), dated February 4, 2009.

4. Attached hereto as **Exhibit C** is a true and correct copy of the Form of Payment and Performance Guaranty ("Guaranty"), dated February 4, 2009.

5. Attached hereto as **Exhibit D** is a true and correct copy of the Third Novation and Amendment Agreement to the Agreement for the Provision of Drilling Services ("Third Novation"), dated October 27, 2014.

6. Attached hereto as **Exhibit E** is a true and correct copy of the Objection and Dissent issued by James Gaitis on June 28, 2018.

I declare under penalty of perjury that the foregoing is true and correct.

DATED: Houston, Texas
July 2, 2018

A handwritten signature in black ink, appearing to read 'Karl S. Stern', written over a horizontal line.

Karl S. Stern